

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>W. R. GRACE &amp; CO., et al.,</b>	§	<b>Case No. 01-01139 (JKF)</b>
	§	
<b><i>Debtors.</i></b>	§	<b>Jointly Administered</b>
	§	
	§	<b>Objection Deadline: 5/31/2011; 4:00 PM ET</b>
	§	<b>Hearing Date: 9/26/2011; 9:00 AM ET</b>

**TENTH QUARTERLY APPLICATION OF ALAN B. RICH, ESQ. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR  
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS  
AND HOLDERS OF DEMANDS FOR THE 40<sup>th</sup> QUARTERLY  
PERIOD FROM JANUARY 1, 2011 THROUGH MARCH 31, 2011**

TO THE HONORABLE JUDGE OF SAID COURT:

COMES NOW, Alan B. Rich, Esq., pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Retention Order (as defined below), the Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the "Interim Compensation Order"), the Amended Administrative Order under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the "Amended Interim Compensation Order") and Del. Bankr. LR 2016-2, and hereby applies for an order allowing him (i) compensation in the amount of \$52,585.00 for the reasonable and necessary legal services he has rendered to the Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos-Related Property

Damage Claimants and Holders of Demands and (ii) reimbursement of actual and necessary expenses that he has incurred in the amount of \$2,957.53, for a total of \$55,542.53, or one hundred percent (100%) of all compensation and expense reimbursement requested, for the period January 1, 2011 through March 31, 2011 (the "Quarterly Fee Application"), and in support of this Quarterly Fee Application, would respectfully show as follows:

### SUMMARY

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 ( <i>nunc pro tunc</i> )
Period for Which Compensation and Reimbursement is Sought:	January 1, 2011 through March 31, 2011
Amount of Fees Sought as Actual Reasonable and Necessary:	\$52,585.00
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$2,957.53
This is a(n): <input type="checkbox"/> Monthly <input checked="" type="checkbox"/> Quarterly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

### PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees <sup>1</sup>	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid

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<sup>1</sup> At 80% of the total incurred.

12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid
2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid

7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/2/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Quarterly Application period Mr. Rich billed 80.9 hours,<sup>2</sup> for a total amount billed of \$52,585.00, of which 80% (\$42,068.00) has already been paid or has payment pending, leaving the amount not yet approved or paid of \$10,517.00.

The time for preparation of this Tenth Quarterly Application is approximately 2.0 hours, for which \$1,300.00 will be requested in a future application.

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<sup>2</sup> Non-Productive travel time is included in this figure, but at 50% of the actual time.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	59.9	\$38,935.00
Fee Applications	10.1	\$6,565.00
Travel	21.8 (at 100%)	\$7,085.00 (at 50%)
TOTAL	91.8	\$52,585.00

EXPENSE SUMMARY

Description	Expense
Court Call	\$88.00
Travel	\$2,869.53
TOTAL	\$2,957.53

APPLICATION

1. On April 2, 2001, (the "Petition Date") each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code (the "Chapter 11 Cases"). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors are continuing to operate their businesses and manage their properties and assets as debtors-in-possession pursuant to sections 1107(a) and 1108 of the United States Bankruptcy Code.

2. On May 3, 2001, the Court entered an Interim Compensation Order, as amended by the Amended Interim Compensation Order, establishing procedures for monthly

compensation and reimbursement of expenses of professionals (each such application, a "Monthly Fee Application"), and whereby any notice party listed in the Amended Interim Compensation Order may object to such Monthly Fee Application. If no notice party objects to professional's Monthly Fee Application within twenty (20) days after the date of service of the Monthly Fee Application, the applicable professional may submit to the Court a certification of no objection authorizing the interim compensation and reimbursement of eighty percent (80%) of the fees requested and one hundred percent (100%) of the expenses requested, subject to the filing and approval of the interim and final fee applications of the professional.

3. Furthermore, and also pursuant to the Amended Interim Compensation Order, within forty-five (45) days of the end of each quarter, professionals are required to file and serve, upon the notice parties, a quarterly request (a "Quarterly Fee Application") for interim Court approval and allowance of the Monthly Fee Applications filed during the quarter covered by that Quarterly Fee Application. If the Court grants the relief requested by the Quarterly Fee Application, the Debtors are authorized and directed to pay the professional 100% of the fees and expenses requested in the Monthly Fee Applications covered by that Quarterly Fee Application, less any amounts previously paid in connection with the Monthly Fee Applications. Any payment made pursuant to the Monthly Fee Applications or a Quarterly Fee Application is subject to final approval of all fees and expenses at a hearing on the professional's final fee application.

4. By an order of this Court, the PD FCR was authorized to retain Alan B. Rich as his counsel, effective as of September 29, 2008 (the "Retention Order"). The Retention Order authorizes the Debtors to compensate Rich at his hourly rate charged for services of this type and

to be reimbursed for actual and necessary out-of-pocket expenses that he incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, all applicable local rules and orders of this Court.

5. This Quarterly Fee Application, which is submitted in accordance with the Amended Interim Compensation Order, is Rich's Tenth Quarterly Fee Application for compensation for services rendered in connection with the Chapter 11 Cases and covers the 40<sup>th</sup> Quarterly fee period of January 1, 2011 through March 31, 2011 (the "Fee Period").

6. Rich has filed with the Court the following Monthly Fee Applications for interim compensation during the Fee Period:

- (a) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Twenty-Ninth Monthly Interim Period from January 1, 2011 Through January 31, 2011, seeking \$13,416.00 in fees (80% of \$16,770.00) and \$1,247.19 in expenses;
- (b) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Thirtieth Monthly Interim Period from February 1, 2011 Through February 28, 2011, seeking \$17,992.00 in fees (80% of \$22,490.00) and \$1,509.34 in expenses;
- (c) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Thirty-First Monthly Interim Period from March 1, 2011 Through March 31, 2011, seeking \$10,660.00 in fees (80% of \$13,325.00) and \$201.00 in expenses.

7. The monthly fee applications covered by this Quarterly Fee Application contain detailed daily time logs describing the actual and necessary services provided by Rich during the Fee Period, as well as other detailed information required to be included in fee applications. The Twenty-Ninth, Thirtieth and Thirty-First monthly fee applications (collectively, the

"Applications") are attached hereto as Exhibits "1," "2" and "3" respectively.

8. The periods for objecting to the fee and expense reimbursements relating to the Twenty-Ninth, Thirtieth and Thirty-First monthly fee applications have each passed without any objections being filed, whereupon Rich filed Certificates of No Objection with the Court, and Rich has been paid interim compensation and reimbursement of 80% of the fees and 100% of the expenses requested, except for, as of the date hereof, the Thirty-First Application for which a Certificate of No Objection has been filed but payment has not yet been received.

9. Rich has filed nine prior Quarterly Fee Applications.

10. By this Tenth Quarterly Fee Application, Rich requests that the Court approve the interim allowance of compensation for professional services rendered and the reimbursement of actual and necessary expenses incurred by Rich from January 1, 2011 through March 31, 2011, and authorize and require payment of said amounts less any amounts previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order. As stated above, the full scope of the services provided and the related expenses incurred are fully described in the Monthly Fee Applications that already have been filed with the Court.

11. Rich reserves his right to seek at a later date compensation for services rendered and expenses incurred during the applicable period that are not otherwise included in the relevant monthly fee application.

12. At all relevant times, Rich has been a disinterested person as that term is defined in Section 101(14) of the United States Bankruptcy Code, as modified by section 1107(b) of the United States Bankruptcy Code and has not represented or held an interest adverse to the interest



of the Debtors.

13. All services for which compensation is requested by Rich were performed for or on behalf of the PD FCR and not on behalf of any committee, creditor, or other person.

14. Rich believes that this Quarterly Fee Application complies with the requirements of Del. Bankr. LR 2016-2 and the Amended Interim Compensation Order.

15. During the Interim Period, Rich has received no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases, other than the interim compensation payments pursuant to the Amended Interim Compensation Order. There is no agreement or understanding between Rich and any other person for the sharing of compensation to be received for services rendered in these cases.

16. The professional services and related expenses for which Rich requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with these cases in the discharge of Rich's professional responsibilities as counsel for the PD FCR in the Chapter 11 Cases. Rich's services have been necessary and beneficial to the PD FCR as well as the Debtors and their estates, creditors, and other parties in interest.

17. Pursuant to Fed R. Bankr. P. 2016(b), Rich has not shared, nor has agreed to share: (a) any compensation it has received or may receive with another party or person, or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

WHEREFORE, Alan B. Rich, Esq. respectfully requests that the Court enter an order, providing that (a) for the period from January 1, 2011 through March 31, 2011, an administrative allowance be made to Rich in the sum of \$52,585.00 as compensation for reasonable and

necessary professional services rendered to the PD FCR and, in the sum of \$2,957.53 for reimbursement of actual and necessary costs and expenses incurred, for a total of \$55,542.53; (b) that the Debtors be authorized and directed to pay to Rich the outstanding amount of such sums, less any sums previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order and (c) this Court grant such other and further relief to which Rich is justly entitled.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read 'ALB Rich', with a stylized flourish at the end.

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Alan B. Rich  
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Dallas, Texas 75270  
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COUNSEL TO HON. ALEXANDER  
M. SANDERS, JR., LEGAL  
REPRESENTATIVE FOR FUTURE  
ASBESTOS-RELATED PROPERTY  
DAMAGE CLAIMANTS AND HOLDERS  
OF DEMANDS

DECLARATION

Alan B. Rich, declares as follows:

I am the counsel hired by the PD FCR with the approval of the Court, and am familiar with the legal services which I rendered to the PD FCR. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I believe that this Application substantially complies with Local Bankruptcy Rules for the District of Delaware.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: May 9, 2011.



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CERTIFICATE OF SERVICE

I certify that on the 9<sup>th</sup> day of May, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



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# **EXHIBIT 1**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>W. R. GRACE &amp; CO., et al.,</b>	§	<b>Case No. 01-01139 (JKF)</b>
	§	
<b><i>Debtors.</i></b>	§	<b>Jointly Administered</b>
	§	
	§	<b>Objection Deadline: 2/21/2011; 4:00 PM ET</b>
	§	<b>Hearing Date: TBD (if needed)</b>

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR  
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND  
HOLDERS OF DEMANDS FOR THE TWENTY-NINTH MONTHLY INTERIM  
PERIOD FROM JANUARY 1, 2011 THROUGH JANUARY 31, 2011**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 ( <i>nunc pro tunc</i> )
Period for Which Compensation and Reimbursement is Sought:	January 1, 2011 through January 31, 2011
Amount of Fees Sought as Actual Reasonable and Necessary:	\$13,416.00 [80% of \$16,770.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$1,247.19
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees <sup>1</sup>	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

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<sup>1</sup> At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Application period Mr. Rich billed 25.8 hours,<sup>2</sup> for a total amount billed of \$16,770.00 of which 80% is currently sought, in the amount of \$13,416.00, plus 100% of the expenses incurred during this period, in the amount of \$1,247.19, for a total currently sought of \$14,663.19.

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<sup>2</sup> Travel Time is included in this figure at 50% of actual time.

As stated above, this is the Twenty-Ninth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.0 hour, for which \$650.00 will be requested in a future application.

### COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	18.2	\$11,830.00
Travel	11.2 (@100%)	\$3,640.00 (@50%)
Fee Application Matters (incl. FCR's )	2.0	\$1,300.00
TOTAL	31.4	\$16,770.00

## EXPENSE SUMMARY

Description	Expense
Travel	1,247.19
TOTAL	1,247.19

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CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



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Alan B. Rich, Esq.  
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COUNSEL TO HON. ALEXANDER  
M. SANDERS, JR., LEGAL  
REPRESENTATIVE FOR FUTURE  
ASBESTOS-RELATED PROPERTY  
DAMAGE CLAIMANTS AND HOLDERS  
OF DEMANDS

**CERTIFICATE OF SERVICE**

I certify that on the 1<sup>st</sup> day of February, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



# EXHIBIT A

## ALAN B. RICH

*Attorney and Counselor*  
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### **INVOICE FOR PROFESSIONAL SERVICES (December, 2010)**

#### **Client**

**Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands**

#### **Matter**

***In re W. R. Grace, No. 01-1139 (Bankr. D. Del)***

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
1/2/2011	Prepare Amended 28th Monthly Fee Application	1.0
1/3/2011	Attention to filing and service of 28th Amended Monthly Fee Application	0.1
1/3/2011	Review Debtors' Motion for Leave to file Reply re CNA settlement motion	0.5
1/3/2011	Review CNA's Motion for Leave to file Reply re CNA settlement motion	0.7
1/3/2011	Emails to and from fee auditor	0.1
1/3/2011	Review PI FCR and ACC Joinder in Debtors' filings re CNA settlement	0.1
1/3/2011	Review Agenda for January Omnibus hearing	0.1
1/4/2011	Review Miscellaneous ECF Notices	0.1

1/5/2011	Review Debtors' Motion to Retain Baer, Higgins	0.3
1/5/2011	Review Draft Motion of Debtors to set up foreign holding company structure	0.3
1/5/2011	Review Fee Applications of Canadian ZAI Counsel	0.3
1/6/2011	Review Certification of Counsel and Affidavit re Hillside claim objection	0.2
1/6/2011	Review November Monthly Operating Report	0.4
1/6/2011	Prepare and file 20th Monthly Fee Application of the PD FCR	0.5
1/6/2011	Review Order Approving Swiss Re Settlement	0.1
1/6/2011	Review Order granting Debtors leave to file Reply to Libby and BNSF Responses to CNA Settlement Motion	0.1
1/6/2011	Review Order approving settlement of Massachusetts Tax claims	0.1
1/7/2011	Review 4Q10 Statement of OCP payments	0.1
1/7/2011	Review Amended Agenda for January Omnibus hearing	0.1
1/7/2011	Review CNA's Response to Libby Discovery re CNA Settlement	0.2
1/7/2011	Review Debtors' Response to Libby Discovery re CNA Settlement	0.2
1/7/2011	Review Order granting leave for CNA to file Reply to Libby and BNSF Responses to CNA Settlement Motion	0.1
1/9/2011	Travel (non-productive) to Pittsburgh for January Omnibus hearing (5.6 hrs. @ 50%)	2.8
1/10/2011	Attend January Omnibus hearing	2.7
1/10/2011	Travel (non-productive) from Pittsburgh to Dallas (5.6 hrs. @ 50%)	2.8

1/11/2011	Review Motion for an Order Authorizing First Amendment to Postpetition Letter of Credit Facility Agreement	0.3
1/11/2011	Review Motion for an Order Extending the Term of the Credit Agreement with Advanced Refining Technologies LLC	0.2
1/11/2011	Review Garlock's Motion to Release 2019 Statements and Motion to Limit Notice and email to ZAI counsel and client re same	1.5
1/11/2011	Draft Correspondence to Garland Cassada re clarification of 2019 Statements Motion and emails to and from other counsel re same	0.3
1/12/2011	Emails to and from E. Westbrook and S. Baena re PD 2019's	0.2
1/13/2011	Review Order Limiting Notice of Garlock Motions for Closed Cases	0.1
1/13/2011	Email from debtors' counsel re 30-day notice on Synthatech merger	0.1
1/14/2011	Review Order disallowing Hillside claim	0.1
1/14/2011	Email to and from client re status	0.1
1/14/2011	Review Notices of Appearance of J. Baer and R. Higgins	0.1
1/17/2011	Review Miscellaneous ECF Notices	0.1
1/18/2011	Telephone Conference with client re status	0.1
1/19/2011	Review Hillside Notice of Dissolution	0.1
1/19/2011	Review Debtors' Certification of Counsel re Order Approving CNA Settlement	0.2
1/19/2011	Review Notice of Amendment to Canadian ZAI Minutes of Settlement	0.3
1/20/2011	Review BNSF Certification of Counsel re CNA settlement	0.1
1/20/2011	Review Libby Claimants Certification of Counsel re CNA settlement	0.2
1/21/2011	Review Miscellaneous ECF Notices	0.1

1/22/2011	Review Order Approving CNA settlement	0.2
1/24/2011	Prepare and file CNO for monthly fee application	0.2
1/24/2011	Email to client re Canadian ZAI amendment	0.1
1/25/2011	Review Miscellaneous ECF Notices	0.1
1/26/2011	Prepare and file CNO for Judge Sanders' montly fee application	0.2
1/26/2011	Review CNOs for monthly fee applications for Canadian ZAI counsel	0.1
1/27/2011	Review Miscellaneous ECF Notices	0.1
1/28/2011	Review Garlock's Notice of Service re 2019 motion	0.1
1/28/2011	Review Canadian ZAI counsels' monthly fee applications	0.2
1/28/2011	Review Law Firms' Response to Garlock 2019 Access Motion	0.5
1/28/2011	Review Report of 38th Quarter Asset Sales	0.1
1/28/2011	Review Report of 38th Quarter Settlements	0.1
1/28/2011	Review "Cancer" Lawfirms' Response to Garlock 2019 Access Motion	0.5
1/31/2011	Review CNO re Baer, Higgins Retention	0.1
1/31/2011	Review CNO re Massachusetts DEP settlement	0.1
1/31/2011	Review CNO re Advanced Refining Credit Agreement Amendment	0.1
1/31/2011	Review Memorandum Opinion Recommending Confirmation of Plan	1.5
1/31/2011	Review and Analysis of Findings of Fact and Conclusions of Law Re Recommendation of Confirmation of Plan	2.5
1/31/2011	Email to client re status	0.1
1/31/2011	Email to ZAI Class counsel re confirmation order	0.3

1/31/2011	Review Canadian ZAI counsels' quarterly fee applications	0.4
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Total: 25.8 hours @ \$650/hour = \$16,770.00

Expenses: \$1,247.19 (Detail on Exhibit 1)

**Total Fees and Expenses Due: \$18,017.19**

DATE	DESCRIPTION OF EXPENSE	AMOUNT
1/9/2011	RT Coach Airfare	\$779.40
1/9/2011	Taxi	\$46.70
1/9/2011	Dinner	\$34.91
1/10/2011	Hotel	\$295.26
1/10/2011	Taxi	\$48.00
1/10/2011	Lunch	\$12.61
1/10/2011	Airport Parking	\$30.31
	TOTAL EXPENSES	\$1,247.19



# **EXHIBIT 2**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>W. R. GRACE &amp; CO., et al.,</b>	§	<b>Case No. 01-01139 (JKF)</b>
	§	
<b><i>Debtors.</i></b>	§	<b>Jointly Administered</b>
	§	
	§	<b>Objection Deadline: 3/21/2011; 4:00 PM ET</b>
	§	<b>Hearing Date: TBD (if needed)</b>

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR  
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND  
HOLDERS OF DEMANDS FOR THE THIRTIETH MONTHLY INTERIM  
PERIOD FROM FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 ( <i>nunc pro tunc</i> )
Period for Which Compensation and Reimbursement is Sought:	February 1, 2011 through February 28, 2011
Amount of Fees Sought as Actual Reasonable and Necessary:	\$17,992.00 [80% of \$22,490.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$1,509.34
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees <sup>1</sup>	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

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<sup>1</sup> At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Application period Mr. Rich billed 34.6 hours,<sup>2</sup> for a total amount billed of \$22,490.00 of which 80% is currently sought, in the amount of \$17,992.00, plus 100% of the expenses incurred during this period, in the amount of \$1,509.34, for a total currently sought of \$19,501.34.

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<sup>2</sup> Travel Time is included in this figure at 50% of actual time.

As stated above, this is the Thirtieth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.5 hour, for which \$975.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	24.3	\$15,795.00
Travel	10.6 (@100%)	\$3,445.00 (@50%)
Fee Application Matters (monthly and quarterly, incl. FCR's)	5.0	\$3,250.00
TOTAL	39.9	\$22,490.00

EXPENSE SUMMARY

Description	Expense
Travel	\$1,472.34
Courtcall	\$37.00
TOTAL	\$1,509.34

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CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



---

Alan B. Rich, Esq.  
Texas Bar No. 16842350  
1201 Elm Street, Suite 4244  
Dallas, Texas 75270  
(214) 744-5100  
(214) 744-5101 [fax]  
[arich@alanrichlaw.com](mailto:arich@alanrichlaw.com)

COUNSEL TO HON. ALEXANDER  
M. SANDERS, JR., LEGAL  
REPRESENTATIVE FOR FUTURE  
ASBESTOS-RELATED PROPERTY  
DAMAGE CLAIMANTS AND HOLDERS  
OF DEMANDS

**CERTIFICATE OF SERVICE**

I certify that on the 1<sup>st</sup> day of March, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



# EXHIBIT A

## ALAN B. RICH

*Attorney and Counselor*  
4244 Renaissance Tower  
1401 Elm Street  
Dallas, Texas 75270  
Telephone 214.744.5100  
Fax 214.744.5101  
E-mail: [arich@alanrichlaw.com](mailto:arich@alanrichlaw.com)

### **INVOICE FOR PROFESSIONAL SERVICES (February, 2011)**

#### **Client**

**Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands**

#### **Matter**

***In re W. R. Grace, No. 01-1139 (Bankr. D. Del)***

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
2/1/2011	Continued Review and Analysis of Judge Fitzgerald's Memorandum Opinion and Recommended Findings and Conclusions on Confirmation of Plan	2.0
2/1/2011	Prepare and file 29th Monthly Fee Application and Notice	1.2
2/1/2011	Review CNO re First Amendment to Postpetition Letter of Credit Facility	0.2
2/1/2011	Review Notice of Appeal (BNSF) from Order approving CNA Settlement	0.1
2/1/2011	Emails to and from R. Schiro (Class 7A PD Trustee) re Orders recommending confirmation of plan	0.1
2/2/2011	Review Miscellaneous ECF Notices	0.1
2/3/2011	Status Conference Order from USDC	0.1



2/3/2011	Emails from Debtors' counsel re status conference and email to client re same	0.1
2/3/2011	Prepare, file and serve 21st Monthly Fee Application of PD FCR and Notice	0.7
2/4/2011	Review Notice of Appeal of Lib by Claimants from Order Approving CNA Settlement	0.1
2/4/2011	Review Joinder of Motley Rice to briefs filed by other firms re Garlock 2019 Motion	0.1
2/4/2011	Review Order authorizing Debtors to enter Stipulation resolving claims of the Massachusetts DEP	0.1
2/4/2011	Review Final Order Authorizing First Amendment to Post-Petition LOC facility	0.1
2/4/2011	Review Order Extending term of Advanced Refineries credit agreement	0.1
2/4/2011	Conference with client re status conference .	0.1
2/4/2011	Review Garlock's Motion for Leave to file Reply re 2019 access motion	0.6
2/4/2011	Review Clerk's Notice re Libby appeal	0.1
2/5/2011	Review Miscellaneous ECF Notices	0.1
2/6/2011	Review Miscellaneous ECF Notices	0.1
2/7/2011	Prepare, file and serve 9th Quarterly Fee Application of PD FCR and Notice	0.7
2/7/2011	Prepare, file and serve 9th Quarterly Fee Application and Notice	2.0
2/7/2011	Review Agenda for February Omnibus hearing	0.1
2/7/2011	Review ACC Objection to Garlock 2019 access motion	0.5
2/8/2011	Review Miscellaneous ECF Notices	0.1

2/9/2011	Review Order Granting Garlock leave to file reply	0.1
2/9/2011	Review Miscellaneous ECF Notices	0.1
2/10/2011	Review 2011 Pension Plan presentation	0.5
2/10/2011	Review motion of Plan Proponents to Clarify 1/31/11 Orders	0.3
2/10/2011	Review AXA et al motion to extend deadlines and motion to shorten notice thereof	0.3
2/10/2011	Review Amended Agenda for February Omnibus hearing	0.1
2/10/2011	Review BNSF Motion to Reconsider	0.4
2/10/2011	Order Shortening Notice With Respect to Precautionary Motion for Extension of Time to File Objectdions to or Appeal From Memorandum Opinion and Recommended Findings of Fact and Conclusions of Law	0.1
2/11/2011	Email from J. Baer re status conference	0.1
2/11/2011	Review Anderson Memorial Hospital's Motion to (1) Extend Time for Filing Objections, to Extent Applicable; and (2) to Clarify Time for Filing Notice of Appeal, to Extent Applicable, with Respect to Memorandum Opinion and Recommended Findings of Fact, Conclusions of Law and Order re Confirmation of First Amended Plan of Reorganization; and (2) Motion for Expedited Consideration of same	0.2
2/11/2011	Attend telephonic status conference	0.8
2/11/2011	Review Joinder of the State of Montana to the Precautionary Motion for Extension of Time to File Objections to or Appeal from Memorandum Opinion and Recommended Findings of Fact and Conclusions of Law of Bankruptcy Judge	0.1
2/11/2011	Conference with client re status conference	0.1
2/11/2011	Review BNSF Statement regarding Motions to Extend	0.1

2/11/2011	Review Joinder of Canada to the Precautionary Motion for Extension of Time to File Objections to or Appeal from Memorandum Opinion and Recommended Findings of Fact and Conclusions of Law of Bankruptcy Judge	0.1
2/11/2011	Review Order granting Motion for additional time re objections and continuing hearing	0.1
2/13/2011	Review Second Amended Agenda for February Omnibus hearing	0.1
2/13/2011	Review Debtprs' proposed order regarding clarification of orders	0.1
2/14/2011	Attend telephonic hearing on Garlock 2019 Motion and February Omnibus hearing	3.0
2/14/2011	Review Arrowpoint motion for technical amendment to confirmation order	0.1
2/14/2011	Email from J. Baer re rescheduling of Judge Buckwalter status conference	0.1
2/14/2011	Email to J. Baer re pension plan conference call	0.1
2/14/2011	Telephone conference with client re status conference	0.1
2/14/2011	Review Garlock Notice of Appeal	0.1
2/14/2011	Review UCC Notice of Appeal	0.1
2/14/2011	Review Joinder of the State of Montana to the Motion Of BNSF Railway Company For Reconsideration	0.1
2/14/2011	Email to client re setting of BNSF motion	0.1
2/14/2011	Review Joinder of Her Majesty the Queen in Right of Canada to the Motion Of BNSF Railway Company For Reconsideration	0.1
2/14/2011	Review Debtors' Notice of Resetting of Initial Status Conference in USDC	0.1

2/15/2011	Review several notices of acquisition of equity by York-related entities	0.2
2/15/2011	Review several notices of status as substantial shareholder by York-related entities	0.2
2/15/2011	Review Order resetting status conference in USDC	0.1
2/15/2011	Review Clerk's Notice re confirmation order appeals	0.1
2/15/2011	Review Bank Debt Holders' Notice of Appeal	0.1
2/15/2011	Telephone conference with client re status conference	0.1
2/15/2011	Review draft of pension plan motion	0.5
2/15/2011	Emails to and from PI FCR counsel and ACC counsel re pension plan issues	0.2
2/15/2011	Review BNSF appeal record designation and issues statement	0.2
2/15/2011	Review Order Clarifying confirmation order and findings	0.1
2/16/2011	Review several additional notices of acquisition of equity by York-related entities	0.2
2/17/2011	Review Clerk's Notice of Filing of Appeal of BNSF from CNA settlement approval	0.1
2/17/2011	Review several additional notices of acquisition of equity by York-related entities	0.2
2/17/2011	Review Supplemental Notice of Appeal of the UCC	0.1
2/17/2011	Review Monthly Operating Report as of 12-31-10	0.4
2/17/2011	Review Libby Claimants' Designation of Record for appeal of CNA settlement Order	0.1
2/17/2011	Emails with ACC financial advisors and PI FCR re pension issues	0.2

2/17/2011	Review Statement of Issues on Appeal of the Libby Claimants re CNA settlement appeal	0.1
2/18/2011	Telephone conference with client re status conference	0.1
2/18/2011	Review several additional notices of acquisition of equity by York-related entities	0.2
2/18/2011	Emails to and from Debtors' counsel re conference call and pension plan issues	0.1
2/18/2011	Review filed Pension Plan motion and exhibits	0.3
2/18/2011	Review Motion to Lift Stay re Locke Massachusetts litigation	0.2
2/18/2011	Review file Motion to Create Foreign Holding Company Structure	0.3
2/18/2011	Review Supplemental Notice of Appeal of the Bank Lender group	0.1
2/19/2011	Review Miscellaneous ECF Notices	0.1
2/20/2011	Review Miscellaneous ECF Notices	0.1
2/21/2011	Review Garlock's motion to intervene	0.3
2/21/2011	Review Garlock's Amended Motion for Access to 2019 Statements	0.3
2/21/2011	Review CNO's re Canadian ZAI counsel fees	0.1
2/21/2011	Telephone conference re status conference before Judge Buckwalter	0.9
2/21/2011	Review Debtors' Cure Exhibit pursuant to Section 9.1.2 of the Plan	0.1
2/22/2011	Review several additional notices of acquisition of equity by York-related entities	0.1
2/22/2011	Review Notice of Filing of Conformed Plan and Review of changes	0.5
2/22/2011	Review blacklines of Plan Exhibits 5 and 6 and notice of filing thereof	0.2

2/22/2011	Travel (non-productive) from Dallas to Philadelphia for District Court status conference (4.6 hrs. @ 50%)	2.3
2/22/2011	Telephone call to client re status conference	0.1
2/22/2011	Review Plan Proponents' proposed scheduling order and charts	0.3
2/22/2011	Review Plan Proponents' opposition to BNSF motion for reconsideration and joinders	0.3
2/22/2011	Review CNO's re Canadian ZAI Counsel Quarterly Fee Applications	0.1
2/23/2011	Review proposed revised district court scheduling order	0.2
2/23/2011	Attend status conference in District Court	0.7
2/23/2011	Conference with client	1.0
2/23/2011	Travel (non-productive) from Philadelphia to Dallas (6 hrs. @ 50%)	3.0
2/24/2011	Review Agenda for 3/2/11 hearing	0.1
2/24/2011	Email to client re 3/2/11 hearing	0.1
2/24/2011	Review several additional notices of acquisition of equity by York-related entities	0.1
2/24/2011	Preparation, filing and service of CNO for 29th Monthly Fee Application	0.2
2/24/2011	Preparation, filing and service of CNO for 21 <sup>st</sup> Monthly Fee Application of PD FCR	0.2
2/24/2011	Review Order of District Court re 9033 Objections	0.1
2/25/2011	Email to client re hearings	0.1
2/27/2011	Review Miscellaneous ECF Notices	0.1
2/28/2011	Review of BNSF Rule 9033 objection	0.1

2/28/2011	Review of Reply Brief of BNSF re motion for Reconsideration	0.2
2/28/2011	Review Anderson Memorial Rule 9033 Objection	0.1
2/28/2011	Review Canada's Rule 9033 Objection	0.1
2/28/2011	Review Letter from Court re re-scheduling of June Omnibus Hearing	0.1
2/28/2011	Review Canada joinder in BNSF Reply in Support of Motion for Reconsideration	0.1
2/28/2011	Review Garlock Rule 9033 Objection	0.1
2/28/2011	Review Notice of Intent to acquire equities by York entity	0.1
2/28/2011	Review Libby Claimants' Rule 9033 Objections	0.1
2/28/2011	Review Amended Agenda for March 2 hearing	0.1
2/28/2011	Review Montana Joinder in BNSF Rule 9033 Objection	0.1

Total: 34.6 hours @ \$650/hour = \$22,490.00

Expenses: \$1,509.34 (Detail on Exhibit 1)

**Total Fees and Expenses Due: \$23,999.34**

DATE	DESCRIPTION OF EXPENSE	AMOUNT
12/27/2010	Court Call	\$37.00
2/22/2011	RT Coach Airfare (and change fee)	\$726.40
2/22/2011	Taxi	\$33.50
2/22/2011	Dinner	\$47.96
2/22/2011	Hotel	\$262.57
2/23/2011	Taxi	\$7.00
2/23/2011	Taxi	\$7.00
2/23/2011	Hotel Tips	\$5.00
2/23/2011	Hotel (Judge Sanders)	\$251.78
2/23/2002	Lunch (with Judge Sanders)	\$48.00
2/23/2011	Taxi	\$35.50
2/23/2011	Airport Parking	\$47.63
	TOTAL EXPENSES	\$1,509.34



# **EXHIBIT 3**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>  <b>W. R. GRACE &amp; CO., et al.,</b>  <i>Debtors.</i>	<b>§</b> <b>§</b> <b>§</b> <b>§</b> <b>§</b> <b>§</b> <b>§</b>	<b>Chapter 11</b>  <b>Case No. 01-01139 (JKF)</b>  <b>Jointly Administered</b>  <b>Objection Deadline: 4/21/2011; 4:00 PM ET</b> <b>Hearing Date: TBD (if needed)</b>
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**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR  
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND  
HOLDERS OF DEMANDS FOR THE THIRTY-FIRST MONTHLY INTERIM  
PERIOD FROM MARCH 1, 2011 THROUGH MARCH 31, 2011**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 ( <i>nunc pro tunc</i> )
Period for Which Compensation and Reimbursement is Sought:	March 1, 2011 through March 31, 2011
Amount of Fees Sought as Actual Reasonable and Necessary:	\$10,660.00 [80% of \$13,325.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$201.00
This is a(n): <input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees <sup>1</sup>	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

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<sup>1</sup> At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	CNO Filed	CNO Filed
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Application period Mr. Rich billed 20.5 hours,<sup>2</sup> for a total amount billed of \$13,325.00 of which 80% is currently sought, in the amount of \$10,660.00, plus 100% of the expenses incurred during this

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<sup>2</sup> Travel Time, if any, is included in this figure at 50% of actual time.

period, in the amount of \$201.00, for a total currently sought of \$10,861.00.

As stated above, this is the Thirty-First application for monthly fees and expenses. The time for preparation of this Application is approximately 1.5 hour, for which \$975.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	17.4	\$11,310.00
Travel	0	\$0
Fee Application Matters (including FCR and Local Counsel)	3.1	\$2,015.00
TOTAL	20.5	\$13,325.00

EXPENSE SUMMARY

Description	Expense
Travel (cancellation fee)	\$150.00
Courtcall	\$51.00
TOTAL	\$201.00

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CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



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Alan B. Rich, Esq.  
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COUNSEL TO HON. ALEXANDER  
M. SANDERS, JR., LEGAL  
REPRESENTATIVE FOR FUTURE  
ASBESTOS-RELATED PROPERTY  
DAMAGE CLAIMANTS AND HOLDERS  
OF DEMANDS

**CERTIFICATE OF SERVICE**

I certify that on the 1<sup>st</sup> day of April, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



# EXHIBIT A

## ALAN B. RICH

*Attorney and Counselor*  
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1401 Elm Street  
Dallas, Texas 75270  
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Fax 214.744.5101  
E-mail: [arich@alanrichlaw.com](mailto:arich@alanrichlaw.com)

### **INVOICE FOR PROFESSIONAL SERVICES (March, 2011)**

#### **Client**

**Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands**

#### **Matter**

***In re W. R. Grace, No. 01-1139 (Bankr. D. Del)***

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
3/1/2011	Review Order from District Court in Miscellaneous case re objections	0.1
3/1/2011	Prepare and File 30th Monthly Fee Application and Notice	1.7
3/1/2011	Review Plan Proponents' additional record designations for CNA settlement appeal	0.1
3/1/2011	Review Second Amended Agenda for March 2 hearing	0.1
3/1/2011	Review CNA's designation of additional record items for CNA settlement appeal	0.1
3/2/2011	Attend telephonic hearing on BNSF motion for reconsideration	1.5
3/2/2011	Review Monthly Operating Report for January 2011	0.4
3/2/2011	Review several additional York-related entities' Notices of Intent to acquire equity	0.2



3/3/2011	Review Joinder of Weitz & Luxenberg in Opposition to Garlock 2019 motion	0.1
3/4/2011	Review revised District Court scheduling Order from Debtors and email re same	0.2
3/4/2011	Review Opinion on Motion for Reconsideration	0.3
3/4/2011	Review Objection of Angelos, et al to Garlock exhibits	0.3
3/4/2011	Review Objection of Kazan firm, et al. to Garlock Exhibits	0.2
3/4/2011	Review Objection of the ACC to Garlock Exhibits	0.2
3/7/2011	Review Revised proposed District Court Scheduling Order	0.1
3/7/2011	Conference Call re Scheduling Order	0.2
3/7/2011	Review further revised scheduling Order for District Court proceedings	0.2
3/8/2011	Review UST Response to Garlock motion to reopen closed cases	0.1
3/8/2011	Review Debtors' draft joint appeal record	0.5
3/8/2011	Review letter sent to Judge Buckwalter re scheduling with proposed Order	0.2
3/8/2011	Review monthly fee applications of Canadian ZAI PD counsel	0.3
3/9/2011	Review Clerk's Notice of Transmission of the Notices of Appeal in the appeal from approval of the CNA settlement	0.1
3/9/2011	Review Clerk's Notice of Transmission of the Notices of Appeal from Confirmation Order and Opinion	0.1
3/9/2011	Review Fee Auditor's Recommendation Regarding 38th Quarterly Fee Applications	0.1
3/10/2011	Notice of Docketing of Appeal re CNA settlement	0.1

3/10/2011	Review signed order regarding appeals on confirmation order	0.1
3/11/2011	Review Debtors' Stipulation with Samson Regarding Cure Pursuant to Section 9.1.2 of the Plan	0.1
3/11/2011	Review Owens Corning, AC&S, USM and CE Responses to Garlock motion to reopen re 2019 statements	0.3
3/11/2011	Review Clerk's notices of docketing of three confirmation appeals to the district court	0.2
3/11/2011	Review Response of Kazen, McClain, et al to amended Garlock 2019 motion	0.1
3/11/2011	Review Response of Angelos firm, et al to Garlock motion to intervene	0.5
3/11/2011	Review Response of Kazen, McClain, et al to Garlock Motion to Intervene	0.2
3/11/2011	Review ACC Response to Amended Garlock 2019 motion	0.1
3/11/2011	Review Debtors' Stipulation with Sealed Air and Cryovac re Cure Pursuant to Section 9.1.2 of the Plan	0.1
3/11/2011	Review ACC's opposition to Garlock intervention motion	0.2
3/12/2011	Review Miscellaneous ECF Notices	0.1
3/14/2011	Review letter sent by BNSF to Judge Buckwalter re 9033 Objections to order denying reconsideration	0.1
3/14/2011	Emails from Debtors' counsel re resetting oral argument in USDC appeal	0.1
3/14/2011	Review CNO re motion to allow foreign non-debtor holding company structure	0.1
3/14/2011	Review CNO re motion to lift stay re Locke action	0.1

3/14/2011	Review Summary Response of Maryland Casualty to Rule 9033 Objections	0.1
3/14/2011	Review CNO re retirement plan contribution motion	0.1
3/15/2011	Review withdrawal of prior cure stipulations between debtors and Cryovac	0.1
3/15/2011	Review of cure stipulation between debtors and Fresenius	0.1
3/15/2011	Review Plan Proponents' Response to 9033 Objections	0.1
3/15/2011	Review Debtors' Motion to Implement 2011 Long Term Incentive Plan	0.5
3/15/2011	Review response of Angelos firm, et al to Garlock amended access motion	0.1
3/15/2011	Prepare, file and serve 22nd Monthly Fee Application of PD FCR and Notice	0.7
3/16/2011	Email from counsel for PI FCR re pension issues	0.1
3/16/2011	Review Motion to Sell CeraTech Stock	0.3
3/17/2011	Review Garlock Amended and Supplemental Notice of Appeal from Confirmation and Objections	0.1
3/17/2011	Conference with R. Wyron re pension issues	0.2
3/18/2011	Review Maryland Casualty Notice of Appeal from Confirmation related Orders	0.1
3/18/2011	Review Notice of Disposition of Equity (York)	0.1
3/18/2011	Review Libby Claimants' Notice of Appeal from Confirmation related Orders	0.1
3/18/2011	Review State of Montana Notice of Appeal from Confirmation related Orders	0.1

3/18/2011	Review York Amended and Restated Notice of Intent to Acquire Equity	0.1
3/18/2011	Canada Notice of Appeal from Confirmation related Orders	0.1
3/18/2011	Review BNSF Notice of Appeal and Objections re confirmation orders	0.1
3/19/2011	Review Notice of Appeal of AXA Belgium re confirmation orders	0.1
3/19/2011	Review Notice of Appeal of GEICO & Republic re confirmation orders	0.1
3/19/2011	Review Notice of Appeal of Anderson Memorial Hospital re confirmation orders	0.1
3/21/2011	Review Agenda filed by Garlock for March 28 Omnibus hearing	0.2
3/21/2011	Review Plan Proponents' Revised proposed Joint appeal record and protective orders and email re same	0.5
3/21/2011	Review Omnibus Agenda filed by Debtors	0.1
3/22/2011	Review Miscellaneous ECF Notices	0.1
3/23/2011	Conference call re protective order for appellate record	0.2
3/23/2011	Emails to and from Debtors' counsel re CNO for 38th Quarterly Fee Application	0.1
3/24/2011	Review Notice of Appearance of counsel for Toyota Motor Credit	0.1
3/24/2011	Review Notice of Disposition of Equity (York)	0.1
3/24/2011	Review Certification of Counsel re 38th Quarterly Fee Applications	0.1
3/24/2011	Review Certification of Counsel re 38th Quarterly Project Categories	0.2
3/24/2011	Review Amended Agenda for March Omnibus	0.1
3/24/2011	Review Cure stipulation between Debtors and Beaco Road Site PRP Group	0.1

3/24/2011	Email to client re March Omnibus	0.1
3/25/2011	Review Order approving 38th Quarterly Fee Applications	0.1
3/25/2011	Review Order authorizing creating of non-debtor foreign holding company structure	0.1
3/25/2011	Review Order lifting stay on Locke claim in Massachusetts	0.1
3/25/2011	Review Order authorizing 2011 pension plan contributions	0.1
3/25/2011	Email from client re March omnibus hearing	0.1
3/25/2011	Prepare, file and serve second monthly fee application and notice of filing of Local Counsel for PD FCR	0.5
3/25/2011	Email to client and local counsel re status	0.1
3/26/2011	Review Miscellaneous ECF Notices	0.1
3/28/2011	Attend telephonic March Omnibus hearing	2.5
3/28/2011	Conference with client	0.1
3/28/2011	Email from Debtors' counsel re change in oral argument date	0.1
3/28/2011	Review BNSF statement of issues and designation of record of appeal	0.1
3/28/2011	Review Cure Stipulation between Debtors and Chartis	0.1
3/29/2011	Review Miscellaneous ECF Notices	0.1
3/30/2011	Review CNO's for Canadian ZAI counsel fee applications	0.1
3/30/2011	Email from Debtors' counsel re another change in oral argument date and email to client re same	0.1
3/30/2011	Review Revised proposed Joint designation of record for appeal from confirmation orders	0.5

3/31/2011 Prepare, file and serve CNO for 30th Monthly Fee Period 0.2

Total: 20.5 hours @ \$650/hour = \$13,325.00

Expenses: Airline Fee (March Omnibus changed to telephone only) – \$150.00  
Court Call (Feb. Omnibus) – \$51.00

Total Expenses: \$201.00

**Total Fees and Expenses Due: \$13,526.00**